

**KELLEY DRYE & WARREN LLP**

A LIMITED LIABILITY PARTNERSHIP

1200 19<sup>TH</sup> STREET, N.W.

SUITE 500

WASHINGTON, D.C. 20036

(202) 955-9600

DATE STAMP & RETURN

NEW YORK, NY  
TYSONS CORNER, VA  
CHICAGO, IL  
STAMFORD, CT  
PARSIPPANY, NJ  
BRUSSELS, BELGIUM

AFFILIATE OFFICES  
JAKARTA, INDONESIA  
MUMBAI, INDIA

FACSIMILE  
(202) 955-9792  
www.kelleydrye.com

DIRECT LINE (202) 867-1284  
EMAIL: hhendrickson@kelleydrye.com

August 2, 2005

**RECEIVED**

AUG - 2 2005

Federal Communications Commission  
Office of Secretary

**BY HAND DELIVERY AND ECFS**

Marlene Dortch, Secretary  
Federal Communications Commission  
The Portals  
445 12th Street, S.W.  
Washington, D.C. 20554

Re: ITC-T/C-20050525-00201: Notification of Consummation of Transfer of Control

Dear Ms. Dortch:

LDMI Telecommunications, Inc. ("LDMI") (ITC-94-330) and Talk America Inc. (ITC-214-19960119-00025), a wholly owned subsidiary of Talk America (collectively "Talk"), by their undersigned counsel and pursuant to Section 63.24(e)(4) of the Commission's Rules, hereby notify the Commission of the consummation of their transfer of control from LDMI to Talk (WC Docket No. 05-200, DA 05-1596, ITC-T/C-20050525-00201). Please note that this notice of consummation is being filed simultaneously, via ECFS, in WC Docket No: 05-200.

No. of Copies rec'd 2  
List A B C D E

KELLEY DRYE & WARREN LLP

Marlene Dortch  
August 2, 2005  
Page Two

Enclosed please find five (5) copies and a duplicate copy of this letter. Please date-stamp the duplicate and return it in the envelope provided. Should you have any questions or believe that any further action is required, please contact the undersigned at (202) 887-1284.

Respectfully submitted,



Melissa S. Conway

Heather T. Hendrickson

*Counsel to Talk America Inc. and  
Talk America Holdings, Inc.*

Enclosures

cc: Terri Natoli, Competitive Policy Division, Wireline Competition Bureau  
Susan O'Connell, International Bureau